

EXHIBIT 13
TO OPPOSITION TO MOTION TO COMPEL

IN THE UNITED STATES DISTRICT COURT
FOR THE EASTERN DISTRICT OF TEXAS
TYLER DIVISION

ADVANCEME, INC.

Plaintiff,

v.

RAPIDPAY LLC, BUSINESS CAPITAL CORPORATION, FIRST FUNDS LLC, MERCHANT MONEY TREE, INC., REACH FINANCIAL, LLC and FAST TRANSACT, INC. d/b/a SIMPLE CASH

Defendants.

CIVIL ACTION NO. 6:05-cv-424-LED-JDL

**DEFENDANT MERCHANT MONEY TREE, INC.'S
THIRD AMENDED RULE 26(a)(1) INITIAL DISCLOSURES**

Defendant Merchant Money Tree, Inc. ("Merchant Money Tree"), by its undersigned attorneys, hereby provides the following information to AdvanceMe, Inc. ("AdvanceMe"), pursuant to Federal Rule of Civil Procedure 26(a)(1) and the Court's Amended Docket Control Order. These disclosures are based upon information reasonably available to Merchant Money Tree at the time of service. Merchant Money Tree reserves the right to revise, correct, supplement, clarify or otherwise amend the disclosures set forth herein. Nothing in these disclosures shall be construed as a waiver of any rights or objections that are otherwise available to Merchant Money Tree.

A. The following persons are likely to have discoverable information that Merchant Money Tree may use to support its claims or defenses.

Based upon the allegations in AdvanceMe's Complaint and Merchant Money Tree's investigation thus far, Merchant Money Tree presently believes that the following individuals and businesses are likely to have discoverable information that Merchant Money Tree may use to

Defendant Merchant Money Tree, Inc.'s Third Amended Rule 26(a)(1) Initial Disclosures

support its claims or defenses. Merchant Money Tree believes that other individuals may have discoverable information and specifically reserves the right to identify additional witnesses as discovery proceeds.

By indicating the general subject matter of information these individuals and businesses may possess, Merchant Money Tree is in no way limiting its right to call any individual(s) or business(es) listed to testify concerning other subject(s).

<u>Name</u>	<u>Contact Information</u>	<u>Subject(s)</u>
Barbara Johnson	Southport, Connecticut	Information related to the patent-in-suit including: inventorship; conception; design; development; operation; reduction to practice; prosecution; licensing; ownership; current/prior litigation and enforcement; prior art.
Gary Johnson	Southport, Connecticut	Information related to the patent-in-suit including: inventorship; conception; design; development; operation; reduction to practice; prosecution; licensing; ownership; current/prior litigation and enforcement; prior art.
Shearman & Sterling LLP	599 Lexington Avenue New York, New York (212) 848-4000	Information related to the patent-in-suit including: inventorship; conception; design; development; operation; reduction to practice; prosecution; licensing; ownership; prior art.
Testa, Hurwitz & Thibault, LLP	High Street Tower 125 High Street Boston, MA 02110	Information related to the patent-in-suit including: inventorship; conception; design; development; operation; reduction to practice; prosecution; licensing; ownership; prior art.

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<u>Name</u>	<u>Contact Information</u>	<u>Subject(s)</u>
David M. Klein	Paul, Hastings, Janofsky & Walker, LLP Park Avenue Tower 75 E. 55th Street New York, New York 10022 (212) 318-6318	Information related to the patent-in-suit including: inventorship; conception; design; development; operation; reduction to practice; prosecution; licensing; ownership; prior art.
Anthony L. Meola	Kelly, Drye & Warren 101 Park Ave. New York, New York 10178 (212) 808-7911	Information related to the patent-in-suit including: inventorship; conception; design; development; operation; reduction to practice; prosecution; licensing; ownership; prior art.
Robert J. Tosti	Edwards & Angell, LLP 101 Federal Street Boston, Massachusetts 02110 (617) 517-5584	Information related to the patent-in-suit including: inventorship; conception; design; development; operation; reduction to practice; prosecution; licensing; ownership; prior art.
John V. Forcier	Goodwin & Procter, LLP 53 State Street Exchange Place Boston, Massachusetts 02109 (617) 570-1607	Information related to the patent-in-suit including: inventorship; conception; design; development; operation; reduction to practice; prosecution; licensing; ownership; prior art.
John Konop	1308 Oak Bluff Court Canton, GA 30114 (770) 926-8774	Information related to the patent-in-suit including: inventorship; conception; design; development; operation; reduction to practice; prosecution; licensing; ownership; current/prior litigation and enforcement; prior art.

<u>Name</u>	<u>Contact Information</u>	<u>Subject(s)</u>
Frank Angrisani	c/o Kevin Kiernan, Esq. Kiernan & Campbell 206 Claremont Avenue Montclair, New Jersey 07042	Information related to the patent-in-suit including: inventorship; conception; design; development; operation; reduction to practice; prosecution; licensing; ownership; current/prior litigation and enforcement; prior art.
James D'Alesandro	156 Liberty Avenue Staten Island, NY 10305	Information related to the patent-in-suit including: inventorship; conception; design; development; operation; reduction to practice; prosecution; licensing; ownership; current/prior litigation and enforcement; prior art.
Les Falke	1366 Winborn Cir NW Kennesaw, GA 30152	Information related to the patent-in-suit including: inventorship; conception; design; development; operation; reduction to practice; prosecution; licensing; ownership; current/prior litigation and enforcement; prior art.
William Jackson	Merchant Money Tree, Inc. 2855 Magnum Road Suite 303 Houston, Texas 77092 Contact through Merchant Money Tree's counsel of record	The offer to sell, sale and use of the Merchant Money Tree accused instrumentality; development, design and operation of the accused instrumentality; prior art.
Jeff Jackson	Merchant Money Tree, Inc. 2855 Magnum Road Suite 303 Houston, Texas 77092 Contact through Merchant Money Tree's counsel of record	The offer to sell, sale and use of the Merchant Money Tree accused instrumentality; development, design and operation of the accused instrumentality; prior art.

<u>Name</u>	<u>Contact Information</u>	<u>Subject(s)</u>
Jerrett Jackson	Merchant Money Tree, Inc. 2855 Magnum Road Suite 303 Houston, Texas 77092 Contact through Merchant Money Tree's counsel of record	The offer to sell, sale and use of the Merchant Money Tree accused instrumentality; development, design and operation of the accused instrumentality; prior art.
Tom McCann	Electronic Payment Systems, Inc. 6472 S. Quebec St. Englewood, CO 80111 (303) 221-2510	The offer to sell, sale and use of the Merchant Money Tree accused instrumentality; development, design and operation of the accused instrumentality; prior art.
Business Capital Corporation	105 East 5th Street 5th Floor Kansas City, Missouri 64106	The offer to sell, sale and use of the Business Capital Corporation accused instrumentality; development, design and operation of the accused instrumentality; prior art.
First Funds LLC	240 West 35th Street 16th Floor New York, New York 10001 Contact through First Funds' counsel of record	The offer to sell, sale and use of the First Funds accused instrumentality; development, design and operation of the accused instrumentality; prior art.
Reach Financial LLC	2 Sound View Drive Greenwich, Connecticut 06830 Contact through Reach Financial's counsel of record	The offer to sell, sale and use of the Reach Financial accused instrumentality; development, design and operation of the accused instrumentality; prior art.
Fast Transact, Inc. DBA Simple Cash	2590 Willamette Drive NE Suite 202 Lacey, Washington 98516 (360) 357-1400	The offer to sell, sale and use of the Simple Cash accused instrumentality; development, design and operation of the accused instrumentality; prior art.
Rapidpay LLC	17 Battery Place Suite 1231 New York, New York 10017 (212) 809-0300	The offer to sell, sale and use of the accused Rapidpay instrumentality; development, design and operation of the accused instrumentality; prior art.

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<u>Name</u>	<u>Contact Information</u>	<u>Subject(s)</u>
AdvanceMe, Inc.	600 TownPark Lane Suite 500 Kennesaw, Georgia 30144 (770) 590-9822	Information related to the patent-in-suit including: inventorship; conception; design; development; operation; reduction to practice; prosecution; licensing; ownership; current/prior litigation and enforcement; prior art.
Glen Goldman	Capital Access Network, Inc. 2 Overhill Road Scarsdale, NY 10583 (914) 725-3901	Information related to the patent-in-suit including: inventorship; conception; design; development; operation; reduction to practice; prosecution; licensing; ownership; current/prior litigation and enforcement; prior art.
Parris Sanz	Capital Access Network, Inc. 2 Overhill Road Scarsdale, NY 10583 (914) 725-3901	Information related to the patent-in-suit including: inventorship; conception; design; development; operation; reduction to practice; prosecution; licensing; ownership; current/prior litigation and enforcement; prior art.
Tom Burnside	AdvanceMe, Inc. 600 TownPark Lane Suite 500 Kennesaw, Georgia 30144 (770) 590-9822	Information related to the patent-in-suit including: inventorship; conception; design; development; operation; reduction to practice; prosecution; licensing; ownership; current/prior litigation and enforcement; prior art.

<u>Name</u>	<u>Contact Information</u>	<u>Subject(s)</u>
Marc Tesler	160 West 86th Street New York, NY 10024 (212) 277-3901	Information related to the patent-in-suit including: inventorship; conception; design; development; operation; reduction to practice; prosecution; licensing; ownership; current/prior litigation and enforcement; prior art.
Technology Crossover Ventures	750 3rd Avenue, 23rd Floor New York, NY 10017 (212) 808-0200	Information related to the patent-in-suit including: inventorship; conception; design; development; operation; reduction to practice; prosecution; licensing; ownership; current/prior litigation and enforcement; prior art.
Vertrue Incorporated	20 Glover Avenue Norwalk, CT 06850 (302) 324-7635	Information related to the patent-in-suit including: inventorship; conception; design; development; operation; reduction to practice; prosecution; licensing; ownership; current/prior litigation and enforcement; prior art.
Adam Secher	(312) 315-2000	Information related to the patent-in-suit including: inventorship; conception; design; development; operation; reduction to practice; prosecution; licensing; ownership; current/prior litigation and enforcement; prior art.
Nick Logan	11675 Rainwater Drive Suite 450 Alpharetta, GA 30004	Information related to the patent-in-suit, including inventorship and prior art.
Ruth Elastri	Cynergy Data 45 West 36th Street, 6th Floor New York, New York 10018 (866) 906-4040	Information related to the patent-in-suit, including inventorship and prior art.

<u>Name</u>	<u>Contact Information</u>	<u>Subject(s)</u>
Cynergy Data	45 West 36th Street, 6th Floor New York, New York 10018 (866) 906-4040	Information related to the patent-in-suit, including inventorship and prior art.
Joe Kaplan	Innovative Merchant Solutions 26541 Agoura Road Calabasas, CA 91302 (818) 936-7800	Information related to the patent-in-suit, including inventorship and prior art.
Innovative Merchant Solutions	26541 Agoura Road Calabasas, CA 91302 (818) 936-7800	Information related to the patent-in-suit, including inventorship and prior art.
Frank Villano	120 West 58th Street Suite 3D New York, NY 10019 (212) 247-7120	Information related to the patent-in-suit, including inventorship and prior art.
Tim Litle	Litle & Co. 900 Chelmsford Street Lowell, MA 01851 (978) 275-6500	Information related to the patent-in-suit, including inventorship and prior art.
Randy Bourne	7 Middle Way Old Greenwich, CT 06870	Information related to the patent-in-suit, including inventorship and prior art.
Allen Abbott	223 West Poplar Street Fleetwood, PA 19522	Information related to the patent-in-suit, including inventorship and prior art.
Clever Ideas, Inc.	180 N. Stetson Ave. Suite 5300 Chicago, IL 60601 (312) 616-3600	Information related to the patent-in-suit, including inventorship and prior art.
Lee Suckow	Clever Ideas, Inc. 180 N. Stetson Ave. Suite 5300 Chicago, IL 60601 (312) 616-3600	Information related to the patent-in-suit, including inventorship and prior art.
Rewards Network	2 North Riverside Plaza Chicago, IL 60606 (877) 491-3463	Information related to the patent-in-suit, including inventorship and prior art.
IGT Services, Inc.	600 NE 36th Street Miami, FL 33137 (305) 573-2800	Information related to the patent-in-suit, including inventorship and prior art.
First Data Corporation	6200 South Quebec Street Greenwood Village, CO 80111 (303) 488-8000	Information related to the patent-in-suit, including inventorship and prior art.

<u>Name</u>	<u>Contact Information</u>	<u>Subject(s)</u>
Chase Paymentech Solutions	14221 Dallas Parkway, Bldg. 2 Dallas, Texas 75254 (800) 824-4313	Information related to the patent-in-suit, including inventorship and prior art.
Bank of America, N.A.	100 North Tryon Street Bank of America Corporate Center Charlotte, NC 28255	Information related to the patent-in-suit, including inventorship and prior art.
Electronic Data Systems Corporation	5400 Legacy Drive M/S H3-3A-05 Plano, TX 75024 (972) 604-6000	Information related to the patent-in-suit, including inventorship and prior art.
Authors and inventors of prior art references to be identified and produced in this Action	As listed on the prior art references to be identified and produced in this Action.	Invalidity of the patent-in-suit; state of the art; level of skill in the art.

All current and former Merchant Money Tree employees should be contacted through Merchant Money Tree's attorneys of record.

- B. The following is a description, by category and location of all documents, data compilations, and tangible things that are in the possession, custody or control of Merchant Money Tree and that Merchant Money Tree may use to support its claims or defenses.**

As to documents, Merchant Money Tree provides the following listing without concession, agreement, admission, or waiver of any ultimate determination of relevance or admissibility of particular information for any purpose, and without waiver of attorney-client privilege or work-product immunity or any other privilege or immunity. Merchant Money Tree also reserves the right to identify additional documents throughout discovery.

Documents reflecting agreements between Merchant Money Tree, merchants and/or merchant processors.	2855 Magnum Road Suite 303 Houston, Texas 77092
Documents and materials relating to the advertising, marketing and/or use of Merchant Money Tree's accused instrumentality.	2855 Magnum Road Suite 303 Houston, Texas 77092

Prosecution History of the patent-in-suit.	Vinson & Elkins LLP 2801 Via Fortuna Suite 100 Austin, TX 78746
Prior art to the patent-in-suit, including but not limited to printed publications, machines and components thereof, evidence of prior sales, offers for sale and public uses.	Vinson & Elkins LLP 2801 Via Fortuna Suite 100 Austin, TX 78746

C. The following is a computation and description, by category, of damages claimed by Merchant Money Tree.

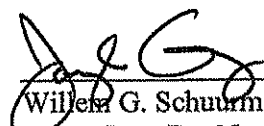
Merchant Money Tree intends to seek damages sufficient to cover the reasonable and necessary fees and associated costs related to the representation of Merchant Money Tree in the above-captioned action. The attorneys fees and costs, at present, are unknown.

D. The following is a description of any insurance agreement under which a person carrying on an insurance business may be liable to satisfy part of or all of a judgment.

Merchant Money Tree is unaware of any insurance agreement under which any person carrying on an insurance business may be liable, under an obligation to Merchant Money Tree, to satisfy part of or all of a judgment.

Date: September 13, 2006

Respectfully submitted,



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- and -

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*ATTORNEYS FOR DEFENDANT
MERCHANT MONEY TREE, INC.*

CERTIFICATE OF SERVICE

I hereby certify that on the 13th day of September, 2006, I served a true and correct copy of the foregoing Third Amended Rule 26(a)(1) Initial Disclosures of Merchant Money Tree, Inc. to the last known address for all additional counsel of record listed below as follows:

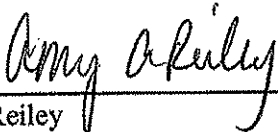
Via U.S. Mail, Return Receipt Requested

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Via U.S. Mail

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Amy Reiley

Defendant Merchant Money Tree, Inc.'s Third Amended Rule 26(a)(1) Initial Disclosures